

THEATRE GUILD ATLANTA, INC.

78-5962

Jun e15, 1978

Fulton County

Wm. J. Stack, Jr.

Max. 100,000 shares com. \$.50

paid in \$500.00

*Handwritten:*  
6/15/78  
153

5162  
Lutton  
6/20

DUPLICATE



OFFICE OF SECRETARY OF STATE

*E. Ben W. Fortson, Jr., Secretary of State of the  
State of Georgia, do hereby certify, that*

"THEATRE CUILD ATLANTA, INC."

has been duly incorporated under the laws of the State of Georgia on the <sup>19th</sup>  
day of ~~June~~, 19 <sup>78</sup>, by the filing of articles of incorporation in the office of the  
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true  
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and  
affixed the seal of my office, at the Capitol, in the City of  
Atlanta, this <sup>15th</sup> day of ~~June~~ in the year  
of our Lord One Thousand Nine Hundred and Seventy  
~~Eight~~ and of the Independence of the United States  
of America the Two Hundred and ~~Two~~.

*Ben W. Fortson Jr.*  
\_\_\_\_\_  
SECRETARY OF STATE, EX-OFFICIO COMMISSIONER  
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION OF  
THEATRE GUILD ATLANTA, INC.

RECEIVED  
JUN 15 11 11 AM '78  
BEN W. FORTSON, JR.  
SECRETARY OF STATE

I.

The name of the Corporation is: THEATRE GUILD ATLANTA,  
INC.

II.

The Corporation shall have perpetual duration.

III.

The Corporation is organized for profit pursuant to the provisions of the Georgia Business Corporation Code and is organized for the following purposes: to produce, transmit, reproduce, exploit, exhibit, present, perform, and broadcast theatrical plays, dramas, operas, musical compositions, or scores, ballets, musical comedies, books, and all dramatic, musical, and motion picture productions and publications of every kind, both copyrighted and uncopyrighted, for public or private performance in any state or possession of the United States of America or any foreign state, country, or territory throughout the world, by live performance, radio, mechanical recording, televisions, and all other processes of a like or similar nature now in being or which shall hereafter be made in conjunction therewith, either with or without sound effects or talking contrivances therewith synchronized or otherwise adapted or related thereto, and to lease, license, and grant rights, licenses, and privileges therein to other persons, firms, or corporations throughout the world; to manufacture, produce, adapt, prepare, buy, sell, distribute, license, and otherwise deal in any materials, articles, devices, processes, or things required in connection therewith or incidental thereto, and to employ or retain actors, artists, dancers, singers, performers, artisans, mechanics and other persons in connection therewith; and to conduct any other businesses and engage in any other activities not specifically prohibited to corporations for profit under the laws of the State of Georgia.

IV.

The Corporation shall have authority to issue not more than 100,000 shares of common stock of \$.50 par value.

V.

There shall be no preemptive right of a Shareholder of common stock to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the Corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, evidences of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire such new or additional shares.

VI.

The Corporation shall not commence business until it shall have received not less than \$500.00 in payment for the issuance of shares of stock.

VII.

The initial registered office of the Corporation shall be at 1401 West Paces Ferry Road, N.W., Suite E-114, Atlanta, <sup>Georgia</sup> Georgia, 30327. The initial registered agent of the Corporation at that address shall be William J. Stack, Jr.

VIII.

The initial board of directors shall consist of one member whose name and address is:

William J. Stack, Jr.  
1401 West Paces Ferry Road, N.W.  
Suite E-114  
Atlanta, Georgia 30327

IX.

The private property of the shareholders shall not be subject to the payment of Corporate debts to any extent whatsoever.

X.

The Corporation reserves the right to amend, alter, add to, modify, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed

by statute and by these Articles of Incorporation, and all rights conferred upon shareholders herein are granted subject to this reservation.

XI.

The name and address of the Incorporator is William J. Stack, Jr., 1401 West Paces Ferry Road, N.W., Suite E-114, Atlanta, Georgia, 30327.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation.

By:

  
WILLIAM J. STACK, JR., Incorporator

Stack, Rogers & Gerry  
1401 West Paces Ferry Road, N.W.  
Suite E-114  
Atlanta, Georgia 30327

CONSENT OF  
REGISTERED AGENT FOR  
THEATRE GUILD ATLANTA, INC.

Pursuant to the provisions of the Georgia Business Corporation Code, William J. Stack, Jr., whose principal business address is 1401 West Paces Ferry Road, N. W., Suite E-114, Atlanta, Georgia, 30327, does hereby consent to his appointment as registered agent for Theatre Guild Atlanta, Inc.

  
WILLIAM J. STACK, JR.

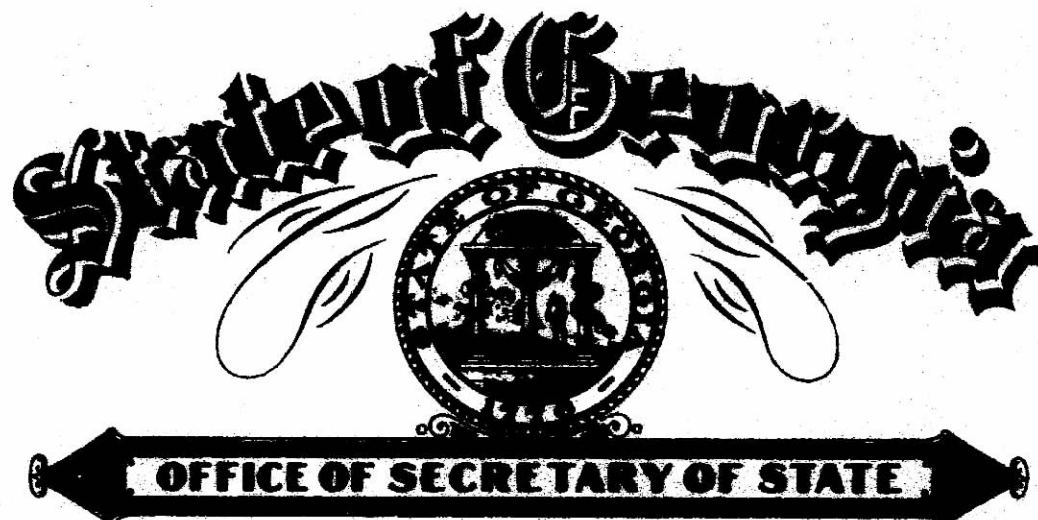
Date: June 15, 1978

Sworn to and subscribed  
before me this 15<sup>th</sup> day  
of June, 1978.

  
Notary Public

Notary Public, Georgia, State at Large  
My Commission Expires Nov. 23, 1979





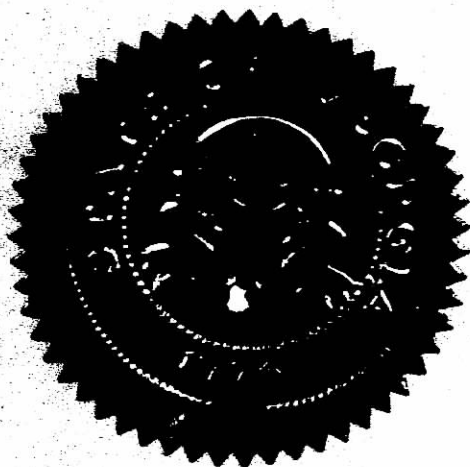
*J. Ben W. Fortson, Jr., Secretary of State of the  
State of Georgia, do hereby certify, that*

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

**"THEATRE GUILD ATLANTA, INC."**

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this  
13th day of June, in the year of our Lord  
One Thousand Nine Hundred and Seventy Eight and  
of the Independence of the United States of America the Two  
Hundred and Two.

*Ben W. Fortson Jr.*

Secretary of State, Ex-Officio Corporation  
Commissioner of the State of Georgia